

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE PFIZER INC. SHAREHOLDER
DERIVATIVE LITIGATION

Master File No. 09-CV-7822 (JSR)

JURY TRIAL DEMANDED

ECF CASE

**DECLARATION OF MARK LEOVITCH IN OPPOSITION TO DEFENDANTS'
MOTION TO DISMISS THE CONSOLIDATED, AMENDED AND VERIFIED
SHAREHOLDER DERIVATIVE COMPLAINT**

I, Mark Lebovitch, declare as follows:

1. I am a member in good standing of the bars of the State of New York and of this Court. I am a partner in the law firm of Bernstein Litowitz Berger & Grossmann LLP. I submit this Declaration in opposition to Defendants' Motion to Dismiss the Consolidated, Amended and Verified Shareholder Derivative Complaint.

2. Attached as Exhibits A through G are true and correct copies of the following documents:

- Exhibit A: Glossary of selected defined terms used in Consolidated, Amended and Verified Shareholder Derivative Complaint, *In re Pfizer Inc. Shareholder Derivative Litigation*, No. 09-cv-7822 (JSR) (S.D.N.Y. Nov. 18, 2009) (Dkt. #34);
- Exhibit B: Sentencing Memorandum of the United States, *United States v. Warner-Lambert Company LLC*, No. 04-cr-10150 (RGS) (D. Mass. June 2, 2004);
- Exhibit C: Corporate Integrity Agreement Between the Office of the Inspector General of the Department of Health and Human Services and Pfizer Inc.;
- Exhibit D: Verified Shareholder Derivative Complaint, *King v. Baldino*, No. 08-cv-54 (GMS) (D. Del. Jan. 25, 2008);
- Exhibit E: Stipulation of Dismissal, *United States ex rel. Franklin v. Parke-Davis, Division of Warner Lambert Company*, No. 96-cv-11651 (PBS) (D. Mass. June 16, 2004);
- Exhibit F: Order, *United States ex rel. Franklin v. Parke-Davis, Division of Warner Lambert Company*, No. 96-cv-11651 (PBS) (D. Mass. June 30, 2004); and
- Exhibit G: Hearing Tr., *In re Pfizer Inc. Shareholder Derivative Litigation*, No. 09-cv-7822 (JSR) (S.D.N.Y. Nov. 4, 2009).

I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge.

Executed this eighth day of January, 2010.

/s/ Mark Lebovitch

Mark Lebovitch